

SCANNED

DATE: 07/06/04

BY: CRY

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

CLERK OF COURT
JULY 7 2004

07/07/04 P 1:32

CYCLE-CRAFT CO., INC.
d/b/a BOSTON HARLEY-DAVIDSON/BUELL,

Plaintiff,

v.

HARLEY-DAVIDSON MOTOR CO., INC. and
BUELL DISTRIBUTION CO., LLC,

Defendants.

CIVIL ACTION
NO. 04 11402 NMG

STIPULATION AND ORDER

Plaintiff Cycle-Craft Co., Inc. d/b/a Boston Harley-Davidson/Buell ("Cycle-Craft") and Defendants Harley-Davidson Motor Co., Inc. and Buell Distribution Co., LLC (collectively, "Harley-Davidson"), hereby stipulate as follows:

1. Harley-Davidson agrees not take any action to terminate, cancel or non-renew the September 19, 2000 Harley-Davidson Motor Company Motorcycle Dealer Contract or the September 19, 2000 Buell Distribution Corporation Motorcycle Dealer Contract, pending the resolution of Cycle-Craft's Complaint or further order of the Court therein.
2. By entering into this Stipulation, Harley-Davidson does not concede any of the allegations in the Complaint or Plaintiff's Motion for Preliminary Injunction.
3. By endorsing this Stipulation of the parties, the Court makes no findings or conclusions of any kind concerning the merits of this matter.

4. Based on the undertakings in this Stipulation, Cycle-Craft hereby withdraws its Motion for Preliminary Injunction.

5. Based upon the Stipulation of the parties, the Court hereby orders that Harley-Davidson shall not take any action to terminate, cancel or non-renew the September 19, 2000 Harley-Davidson Motor Company Motorcycle Dealer Contract or the September 19, 2000 Buell Distribution Corporation Motorcycle Dealer Contract, pending the resolution of Cycle-Craft's Complaint or further order of the Court herein.

**Cycle-Craft Co., Inc. d/b/a
Boston Harley-Davidson/Buell,**

By its attorneys,



James C. Renquist, BBO# 552602
Daniel P. Haley, BBO# 651172
GOODWIN PROCTER LLP
Exchange Place
Boston, MA 02109
Ph: (617) 570-1000
Fx: (617) 523-1231

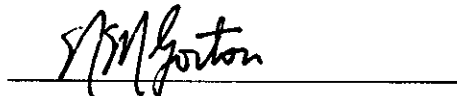
**Harley-Davidson Motor Co., Inc.,
and Buell Distribution Co., LLC**

By their attorneys,



William N. Berkowitz, BBO# 544148
Sabita Singh, BBO# 560146
BINGHAM MCCUTCHEN LLP
150 Federal Street
Boston, MA 02110
Ph: (617) 951-8000
Fx: (617) 951-8736

SO ORDERED.



United States District Judge

July 7, 2004